

Richard W. Ward  
6860 N. Dallas Pkwy., Suite 200  
Plano, TX 75024  
Proposed Attorney for the Debtor in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION

IN RE:  
UNIVERSAL GROUP HOLDINGS, LLC Case no. 16-44414  
Debtor in Possession

SOUTHSIDE BANK, a Texas State Bank  
Plaintiff

v.

UNIVERSAL GROUP HOLDINGS, LLC  
VMP NUTRITION, LLC  
CHESTER A. BURKS  
RICHARD W. WADDELL  
RODNEY BATCHELOR  
EFISHUNT, LLC  
CESAR A. RODRIGUIEZ  
KRINES INVESTMENTS, LLC  
ALAN JONES  
AIRHEART INVESTMENTS, LLC  
DAVID W. HENZLER and  
STRONG TOWER, LLC  
Defendants

AND  
RICHARD W. WADDELL  
RODNEY BATCHELOR  
EFISHUNT, LLC  
CESAR A. RODRIGUIEZ  
KRINES INVESTMENTS, LLC  
ALAN JONES  
AIRHEART INVESTMENTS, LLC  
DAVID W. HENZLER and  
STRONG TOWER, LLC  
Counter-Plaintiffs

v.

SOUTHSIDE BANK, a Texas State Bank  
Counter-Defendant  
and

EXETER INTERNATIONAL, LLC  
Third Party Defendant

**NOTICE OF REMOVAL**

Universal Group Holdings, LLC (the “Debtor”), debtor in possession in In re Universal Group Holdings, LLC, case no. 16-44414 in the United States Bankruptcy Court for the Northern District of Texas, Fort Worth Division (the “Bankruptcy Case”), respectfully files this Notice of Removal (the “Notice”) of Cause No. 141-286960-16, styled *Southside Bank v. Universal Group Holdings, LLC, et al.* pending in the 141<sup>st</sup> Judicial District Court for Tarrant County, Texas (the “State Court Suit”).

1. The Debtor is a defendant in the lawsuit filed in the State Court Suit.
2. The Debtor removes the State Court Suit to this Court pursuant to 28 U.S.C. §§ 157, 1334, and 1452, and Rule 9027 of the Federal Rules of Bankruptcy Procedure.
3. On November 17, 2016, the Debtor filed its voluntary petition for relief under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Northern District of Texas, Fort Worth Division.
4. This Court has jurisdiction over the removed State Court Suit pursuant to 28 U.S.C. § 1334.
5. The removed State Court Suit is a civil action other than a proceeding before the Tax Court or a civil action brought by a governmental unit to enforce the government unit’s police or regulatory power. Accordingly, removal is permissible pursuant to 28 U.S.C. § 1452.

6. Consideration of this action is a core proceeding because, among other things, it involves administration of the estate, a claim against the estate, a counterclaim against a person allegedly holding a claim against the estate, and will affect confirmation of a plan of reorganization.

7. Venue is proper before this Court under 28 U.S.C. § 1409.

8. To the extent that any claims against any party are not removable under bankruptcy jurisdiction, this Court has supplemental jurisdiction over such claims pursuant to 28 U.S.C. §§ 1367 and 1441.

9. This Notice of Removal is timely filed pursuant to Fed. R. Bankr. P. 9027. Rule 9027(a)(2) provides that if a claim or cause of action in a civil action is pending when a case under the Bankruptcy Code is commenced, a notice of removal may be filed within 90 days after the order for relief in the case.

10. The Debtor filed a Voluntary Petition under Chapter 11 of the Bankruptcy Code on November 17, 2016, and the order for relief was entered contemporaneously with the filing. 11 U.S.C. § 301(b).

11. This Notice of Removal is filed within 90 days of the order of relief in this case.

12. Written notice of the filing of this Notice of Removal is being served via email upon counsel for all of the parties herein and on the Clerk of the Court for the 141st Judicial District Court of Tarrant County, Texas as follows:

Michael A. McConnell  
[michael.mcconnell@kellyhart.com](mailto:michael.mcconnell@kellyhart.com)  
W. Chase Medling  
[chase.medling@kellyhart.com](mailto:chase.medling@kellyhart.com)  
KELLY HART & HALLMAN LLP 201 Main Street, Suite 2500  
Fort Worth, Texas 76102  
(817) 332-2500 (phone)  
(817) 878-9280 (fax)

Attorneys for Southside Bank

JOSEPH E. ACKELS, SR.  
ACKELS & ACKELS, L.L.P.  
3030 LBJ Freeway, Suite 1550  
Dallas, Texas 75234  
(214) 267-8600  
FAX: (214) 267-8605  
[Joe@ackelslaw.com](mailto:Joe@ackelslaw.com)

Attorney for Counter-Plaintiffs and Defendants excluding Chester A. Burks and VMP

Joe E. Marshall  
**Marshall Law**  
5001 Spring Valley Road, Suite 400 East  
Dallas, Texas 75244-3910  
972-393-3900  
[JMarshall@MarshallLaw.net](mailto:JMarshall@MarshallLaw.net)  
Attorney for Exeter International, LLC

Chester A. Burks via email

13. Removal jurisdiction and venue exists in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division, because the state court where the action is pending is within the referenced district and division. 28 U.S.C. § 1334, and 1452; Fed. R. Bankr. P. 9027.

Respectfully submitted,

/s/ Richard W. Ward  
Texas Bar No. 20846350  
6860 N. Dallas Pkwy., Suite 200  
Plano, TX 75024  
Telephone: (214)220-2402  
Facsimile: (972)499-7240  
Email: [rward@airmail.net](mailto:rward@airmail.net)  
Proposed Attorney for the Debtor in Possession